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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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GILEAD SCIENCES, INC.,

Plaintiff, 08-CV-0566 (DLC)(GWG)

- against -

ABRAHAM T. MORRISON,

Defendant.

-----X

**REPLY OF PLAINTIFF GILEAD
SCIENCES, INC., TO
COUNTERCLAIMS OF DEFENDANT
ABRAHAM T. MORRISON**

Plaintiff Gilead Sciences, Inc., by its attorneys Bainton McCarthy LLC, for its
reply to the counterclaims of Defendant Abraham T. Morrison, electronically filed on February
25, 2008 (the "Counterclaims"), states as follows:

1. Denies the truth of the averments contained in paragraph 5 of the
Counterclaims.
2. Denies the truth of the averments contained in paragraph 6 of the
Counterclaims.
3. Denies the truth of the averments contained in paragraph 7 of the
Counterclaims.
4. Denies the truth of the averments contained in paragraph 8 of the
Counterclaims.

5. Denies the truth of the averments contained in paragraph 9 of the Counterclaims.

6. Denies the truth of the averments contained in paragraph 10 of Counterclaims.

7. Denies the truth of the averments contained in paragraph 11 of the Counterclaims, except states that Mr. Rittenberg demanded the return of \$307,149.06 from Mr. Morrison by telephone and by letter.

8. Denies knowledge or information sufficient to form a belief as to the truth of the averments contained in paragraph 12 of the Counterclaims, except states that Mr. Morrison was served with the Summons and Complaint in this action on January 31, 2008.

FIRST COUNTERCLAIM

9. Repeats and restates the averments of paragraphs 1 through 8 in response to the averments contained in paragraph 13 of the Counterclaims.

10. States that the averments contained in paragraph 14 of the Counterclaims state a legal conclusion to which a response is not required. To the extent a response is deemed required, Gilead denies the truth of the averments therein.

11. Denies the truth of the averments contained in paragraph 15 of the Counterclaims.

12. Denies the truth of the averments contained in paragraph 16 of the Counterclaims.

13. Denies the truth of the averments contained in paragraph 17 of the Counterclaims.

14. Denies the truth of the averments contained in paragraph 18 of the Counterclaims.

SECOND COUNTERCLAIM

15. Repeats and restates the averments of paragraphs 1 through 8 and 10 through 14 in response to the averments contained in paragraph 19 of the Counterclaims.

16. Denies the truth of the averments contained in paragraph 20 of the Counterclaims.

17. Denies the truth of the averments contained in paragraph 21 of the Counterclaims.

18. Denies the truth of the averments contained in paragraph 22 of the Counterclaims.

19. Denies the truth of the averments contained in paragraph 23 of the Counterclaims.

20. Denies the truth of the averments contained in paragraph 24 of the Counterclaims.

21. Denies the truth of the averments contained in paragraph 25 of the Counterclaims.

22. Denies the truth of the averments contained in paragraph 26 of the Counterclaims.

23. Denies knowledge or information sufficient to form a belief as to the truth of the averments contained in paragraph 27 of the Counterclaims.

FIRST DEFENSE

24. The Counterclaims fail to state claims against Gilead upon which relief can be granted.

SECOND DEFENSE

25. The Counterclaims are barred under the applicable statute of limitations.

THIRD DEFENSE

26. The Counterclaims are barred under the doctrine of unclean hands.

FOURTH DEFENSE

27. The Counterclaims are barred under the doctrine of waiver and estoppel.

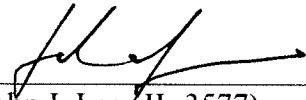
FIFTH DEFENSE

28. This Court lacks subject matter jurisdiction over the Counterclaims.

WHEREFORE Plaintiff Gilead Sciences, Inc., demands judgment dismissing the counterclaims of Defendant Abraham T. Morrison, and awarding Gilead such other and further relief as the Court may deem just and proper.

Dated: New York, New York
March 17, 2008

BAINTON MCCARTHY LLC

By: 
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